

Annual General Meeting

Dnister Ukrainian Credit Co-operative

2021



Agenda

ITEM 1 - Opening

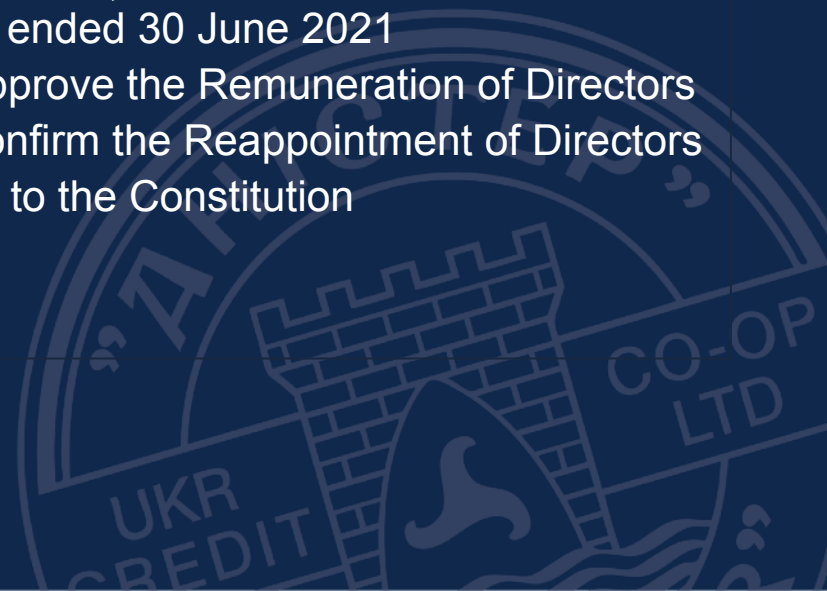
- a. Australian National Anthem
- b. Minutes silence in memory of deceased members
- c. Chairman's Welcome, Introductions and Acknowledgement of Honorary Members and Community Representatives
- d. Salutations
- e. Chairman's Report

ITEM 2 – Formal Business

- a. To receive the reports of the Board of Directors, the Financial Statements and the Auditor's Report for the financial year ended 30 June 2021
- b. Ordinary Resolution – To consider and approve the Remuneration of Directors
- c. Ordinary Resolutions – To declare and confirm the Reappointment of Directors
- d. Special Resolution - To approve changes to the Constitution

ITEM 3 - Close of Meeting

- a. Latvian and Ukrainian National anthems





In Memoriam

We pause to remember deceased
Members and Staff



Board of Directors



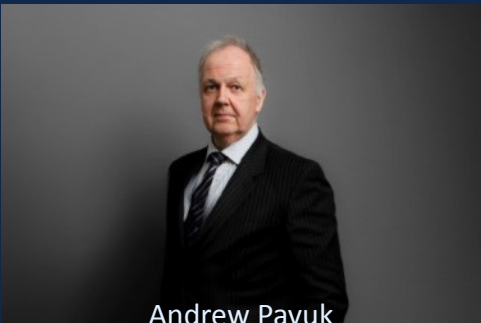
David Hassett

Non-executive Director, Board Chair and Chair Corporate Governance Committee



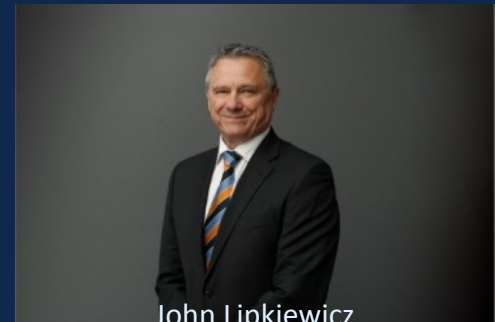
Bohdan Wojewidka

Non-executive Director, Board Deputy Chair, Member Corporate Governance Committee and Member Audit Committee (from Nov 2020)



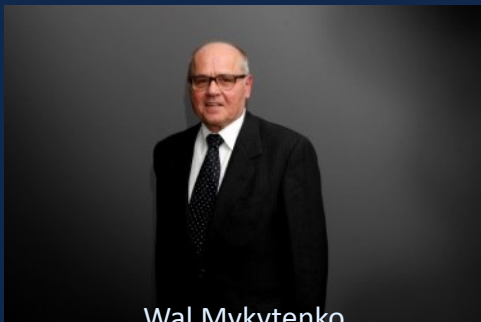
Andrew Pavuk

Non-executive Director, Chair Audit Committee and Member Corporate Governance Committee



John Lipkiewicz

Non-executive Director, Chair Risk Committee, Member Audit Committee (to Nov 2020) and Member Corporate Governance Committee (from Nov 2021)



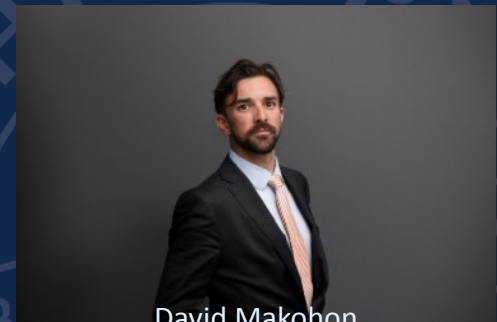
Wal Mykytenko

Non-executive Director, Member Risk Committee and Member Corporate Governance Committee



Michael Kwas

Non-executive Director, Member Audit Committee and Member Risk Committee



David Makohon

Non-executive Director, Member Audit Committee and Member Risk Committee

Executive Team



Paul Coulson
Chief Financial Officer



Philip Timewell
Chief Risk Officer



Liam Tiernan
Chief Executive Officer



Sonja van de Camp
Marketing and ICT Executive



Ivanka Bernyk
Lending and Member Services Executive



External Auditor



Auditor Independence Declaration Under S307C of the Corporations Act 2001 to the Directors of Dnister Ukrainian Credit Co-operative Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2021 there have been no contraventions of:

- 1) The auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- 2) Any applicable code of professional conduct in relation to the audit.

Crowe Melbourne

CROWE MELBOURNE

David Munday

DAVID MUNDAY
Partner

28 September 2021
Melbourne

Liability limited by a scheme approved under Professional Standards Legislation.

The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is the Crowe Australasia external audit division. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.

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Greetings



EPARCHY OF SS. PETER AND PAUL OF MELBOURNE
FOR UKRAINIAN CATHOLICS IN AUSTRALIA, NEW ZEALAND AND OCEANIA

📍 Bishop's Chancery, 35 Canning Street, North Melbourne VIC 3051

📞 Tel: (03) 9320 2560

✉️ eparchy@catholicukes.org.au

15th October, 2021

Attention David Hassett,

Chair of Dnister Ukrainian Co-operative Ltd

Dear David,

Thank you for your invitation to attend the Virtual Annual General Meeting on Sunday, 7th November, 2021. Unfortunately, due to other commitments I am unable to attend.

However, please pass my sincere best wishes for a positive outcome. I would be pleased if you could pass to your delegates my sincere appreciation and thanks on behalf of our Eparchy for all the good work and support that Dnister has given to the Ukrainian Catholic Church, and to the many organizations in the Ukrainian Community. As the newly appointed Eparch I am witnessing how we are very fortunate to have Dnister who support us so generously and I will continue to co-operate with Dnister in its work for the benefits of our Ukrainian Community here in Australia.

May God Bless you and your delegates for a successful Annual General Meeting.

In Christ Our Redeemer,



+Bishop Mykola Bychok C.Ss.R.

Eparch for Ukrainian Catholics in

Australia, New Zealand and Oceania

35 Canning St

North Melbourne VIC 3051

Tel: +61 3 9320 2560

Email: bishop@catholicukes.org.au



Greetings



Спілка Української Молоді в Австралії

Ukrainian Youth Association of Australia Inc.

National Executive – Крайова Управа

«Гордо несім нашу славу!»



ABN: 99 238 409 594 | P.O. Box 6075, Geelong West, VIC, 3218, Australia | e: ky-australia@cym.org | w: cym.org/au

19th October 2021

ATTN: The Directorship of Dnister Ukrainian Credit Co-operative

HARTUIS!

On behalf of the National Executive of the Ukrainian Youth Association in Australia, please accept our sincere thank you for the invitation to take part in the Dnister Ukrainian Credit Co-operative Annual General Meeting on Sunday, 7th November 2021.

On this occasion we will not be able to attend in person. We wish you a successful meeting, meaningful considerations and fruitful decisions.

We thank you for your ongoing support of our organisation and hope to continue working closely in the future.

With CYM greetings,

Honour to Ukraine!

Mark Tkaczuk
President

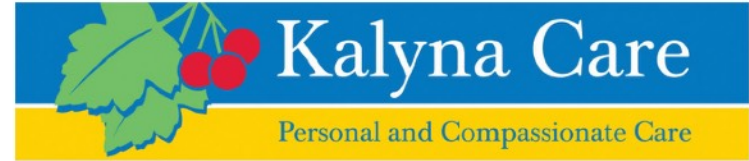
Ready to Defend!

Markian Stefanyshyn
Correspondence Secretary

Adelaide | Brisbane | Canberra - Queanbeyan | Geelong | Melbourne | Newcastle | Perth | Sydney

ім. Тараса Шевченка в Аделаїді | ім. Кн. Володимира Великого в Окслі | ім. Полк. Євгена Коновальця в Канберрі-Квінсленд | ім. Степана Бандери в Джілонгу | ім. Гет. Івана Мазепи в Мельборні | ім. Симона Петлюри в Ньюкастлі | ім. Нрут в Перті | ім. Ген Хор. Тараса Чупринки в Сідней

Greetings



1 November 2021
Salutation for Dnister AGM 2021

David Hassett
Chair
Dnister Ukrainian Credit Co-operative

Congratulations on coming through the last year with an increase in assets and member equity. It bodes well for the ongoing commitment Dnister has to provide competitive products and services to Members and their communities, especially whilst in a pandemic.

Kalyna Care was also one of your clients badly impacted by the pandemic and I take this opportunity to thank the Board, your Executive and staff for the assistance and understanding you showed in helping us through our difficulties.

On behalf of Kalyna Care, best wishes for the future, continuing your great work providing Member and customer support and services.

Sincerely,

HALJA BRYNDZIA
CHAIR

Greetings

As the chairman of the Ukrainian Association of Western Australia, I have had the privilege of working closely with the CEO, Mr Liam Tiernan, and his staff over many years. I would like to thank everyone at Dnister whom I have dealt with over the past 12 months. It is always a pleasure to be greeted with a cheerful voice, and friendly and courteous manner.

On behalf of the Ukrainian Association of Western Australia would like to thank Dnister for sponsoring our events in Western Australia, especially the recent 30th anniversary independence day function.

On behalf of our community, I would like to congratulate you on another successful year. A year marred by COVID and the darkness and isolation that it has brought to our Ukrainian communities across all Australia

We congratulate Dnister's leadership and dedication in building an integrated and possibly one of the biggest ethnic banking groups in Australia For this we are all made richer by your service

Mykola Mowczan
Chairperson
UAWA

Ukrainian Association of Western Australia Inc.

Serving and connecting our local community with one another and the world

<http://www.ukrainiansinperth.com/>

<https://www.facebook.com/uawaperth/>

Greetings



**THE LATVIAN SCOUTS ASSOCIATION,
INC.
LATVIEŠU SKAUTU KUSTĪBA**

vad. Juris Skābe Jsp.
Austrālijas Jenda-Australian Region
40 Grevillea Way, Blackwood, SA 5051, Australia
Tel: +61 8 8278 1776 E-pasts ijskabe@ozemail.com.au

1st November 2021.

Mr. David Hassett
Chairperson
Dnister Ukrainian Credit Co-op Ltd.

Dear Sir,

Thank you for the invitation to the Dnister Ukrainian Credit Co-op Ltd. AGM as a special guest.

Unfortunately, due to previous commitments I will be not be able to attend.

We wish to extend a special thanks for the support and assistance given to me personally and in particular to our organization by Angelika Pētersons during a period of change within our organization.

We wish you a successful AGM and thank you for your support over the past year.

Yours sincerely

Juris Skābe

Chief Scout / Chairperson
Australian Council of Latvian Scouts.

Greetings



Українська Братська Школа

імені Митр. Андрія Шептицького

Ukrainian Parish School

Patron-Metropolitan Andrej Sheptytskyj

35 Canning Street, North Melbourne 3051

Ph: 9320 2525 Saturdays 9:00am-1.30pm

Email: ukischoolnm@catholicuk.org.au

Website: www.ukischoolnm.org.au

Dnister Ukrainian Credit Co-operative Ltd
912 Mt Alexander Road
Essendon VIC 3040

02 November 2021

By email: agm@dnister.com.au

Open letter to 62nd Annual General Meeting of Dnister Ukrainian Credit Co-operative Ltd

Dear Members,

On behalf of the Ukrainian Parish School North Melbourne, I would like to pass on our warm greetings to those in attendance at this year's AGM. The year, like the one before it, has been a challenging one for all of us, including our School and our broader school and Ukrainian community. Like many Victorian organisations we have been forced to adapt to the challenges brought by COVID-19, in our case pivoting to on-line learning.

We are grateful for Dnister's ongoing financial support for our School through the Dnister School and Student Funding Program, for its ongoing sponsorship of our annual School Magazine and generous donation of furniture. We look forward to continuing and building on the strong relationship between our organisations.

Wishing you a productive meeting and fruitful discussions.

Strength in Unity!

Kind Regards,

Jeremy Semkiw
President, Parents' Committee

Maria Vander Werf
Principal

Greetings



Асоціація українців Австралії та Нової Зеландії
Ukrainian Studies Association of Australia and New Zealand
conference2022@ukrainianstudies.asn.au

4.11.2021

Загальним Зборам Української кредитної кооперативи «Дністер»

Вельмишановні Пані і Панове!

Від імені Асоціації українців Австралії та Нової Зеландії маю честь і приємність привітати Вас з нагоди 62-их Загальних Зборів Української кредитної кооперативи «Дністер».

Асоціація українців з вдячністю згадує чільну роль, яку кооператива «Дністер» відіграла в заснуванні університетської українстики в Університеті і. Монаша. Не менш щедро Кооператива підтримувала важливі наукові проекти з українстики, в тому числі конференції та відвідини чільних науковців.

Це тільки невелика частина допомоги, що її кооператива «Дністер» надала українській освіті та українській спільноті в цілому протягом багатьох років. Бажаємо «Дністрові» все нових досягнень та успіхів, а 62-им Загальним Зборам «Дністра» – ефективної роботи.

З повагою,

--

Annual General Meeting of Dnister Ukrainian Credit Cooperative

Ladies and Gentlemen,

On behalf of the Ukrainian Studies Association of Australia and New Zealand I have the privilege and pleasure of greeting you on the occasion of the 62nd Annual General Meeting of Dnister Ukrainian Credit Cooperative.

The Ukrainian Studies Association remembers with appreciation the role that Dnister played in the establishment of Ukrainian Studies at Monash University. No less generously Dnister supported important scholarly projects in Ukrainian Studies, including conferences and visits by leading Ukrainian Studies scholars.

This is only a small part of the assistance that Dnister has rendered to Ukrainian education and the Ukrainian community as a whole over many years. We extend our best wishes to Dnister for continuing achievements and successes in the future, and to the 62nd Dnister AGM for efficient and fruitful deliberations.

Yours sincerely,

Emeritus Professor Marko Pavlyshyn / професор-емерит Марко Павлишин

Greetings

ПЛАСТ
УКРАЇНСЬКА
СКАУТСЬКА ОРГАНІЗАЦІЯ
В АВСТРАЛІЇ

КРАЙОВА ПЛАСТОВА СТАРШИНА



PLAST
UKRAINIAN
SCOUTING ORGANISATION
IN AUSTRALIA

FEDERAL EXECUTIVE

4 November, 2021

For the attention of:
David Hassett
Chair - Board of Directors
DNISTER Ukrainian Credit Cooperative

Dear Mr. Hassett,

On behalf of the Federal Executive of Plast Ukrainian Scouting Association in Australia, I congratulate the Board of Directors and all present at the 2021 Annual General Meeting of DNISTER Ukrainian Credit Co-operative, wishing all involved positive outcomes on discussions, resolutions, and successful elections.

The Plast Federal Executive is very proud of our long-standing relationship. Particularly that the community focused cooperation we foster encourages the developments of Ukrainian communities and youth-based activities in Australia.

We sincerely thank the Board of Directors for your support of Plast in all areas of formulative activities - locally, regionally and at the national level.

As we look forward, particularly at this time working within the fluid parameters set by Covid and the challenges it presents community-based organisations, we will continue to further our combined focus and cooperation to secure strength and unity, for a bright future for both our organisations.

Best Regards

СКОБ!

Chrestyna Kmetj
Chair – Federal Executive
Plast Ukrainian Scouting Organisation in Australia

Greetings

Ukrainian Youth Association Melbourne Inc
Спілка Української Молоді
Осередок ім. Гет. Івана Мазепи – Мельборн
ABN 65 749 051 991



ATTN: The Directorship of Dnister Ukrainian Credit Co-operative

Hartuis!

On behalf of the Ukrainian Youth Association of Melbourne, we would like to extend our sincere thanks for your invitation to take part in the Dnister Credit Cooperative Annual General Meeting in November 2021.

Moreover, we would like to thank you for supporting our organisation in our goal to maintain Ukrainian heritage and spirit in the community. We greatly appreciate your efforts in sponsoring our numerous events, such as the Youth Self Development Course and (twice postponed!) 70 Year Celebration of the Ukrainian Youth Association in Melbourne.

Wishing you a successful AGM, full of meaningful deliberations and productive decisions.

Looking forward to working closely with you in the future.

Честь Україні!

Mark Herczaniwski

President

Готов Боронити!

Kathryn Flunt

Secretary

Greetings



Community Groups Represented

- Association of Ukrainians in South Australia, Frank Fursenko, President
- Association of Ukrainians Sydney, Andrew Bilinsky, President
- Australian Federation of Ukrainians in Australia, Stefan Romaniw, Chairman
- AUV - Essendon, Slawko Kohut, President
- Kalyna Care, Halja Bryndzia, Chairperson
- Latvian Federation of Australia & New Zealand, Skaidrite Agoulevitchs, Chairperson
- Latvian Relief Society Melbourne 'Daugavas Vanagi' Inc Assoc, Janis Karklins, Chairman
- Latvian Relief Society of Australia 'Daugavas Vanagi' Inc, Janis Karklins, Chairman
- Melbourne Latvian Society School 'Daugava', Filomena Ciavarella, Treasurer
- Plast Ukrainian Scouting Organisation in Australia, Chrestyna Kmetj, Chair
- Ukrainian Association of Western Australia Inc, Mykola Mowczan, President
- Ukrainian Studies Association of Australia and New Zealand, Marko Pavlyshyn
- Ukrainian Youth Association CYM - Melbourne, Christine Verbovetski, Vice President

Agenda

ITEM 1 - Opening

- a. Australian National Anthem
- b. Minutes silence in memory of deceased members
- c. Chairman's Welcome, Introductions and Acknowledgement of Honorary Members and Community Representatives
- d. Salutations
- e. **Chairman's Report**



Attendees – TEXT Question PROCESS

When the question function is available, the messaging tab will appear at the top of the screen



To submit a question, type your question in the “Ask a question” box and press the send arrow



Your question will be sent immediately for review

✓ Received

123-456-789

HOME

MESSAGING

VOTING

Messaging

Ask a question



Moderator

Type your question in the box above and then press the send arrow. Please include the number of the resolution at the beginning of your question. Questions may be moderated or amalgamated if there are multiple questions on the same topic

Attendees – Audio Question PROCESS

When the audio questions line is available, a link will appear on the home tab titled **Asking Audio Questions**

If you would like to ask an audio question, **pause the meeting broadcast** and click on the link

You will be prompted to enter your name and the topic of your question before being placed in the audio questions queue

123-456-789

HOME

MESSAGING

VOTING

Instructions

Watching the Webcast

Press **play** to begin the broadcast. Ensure your device isn't muted and the volume is turned up. On mobile devices, the broadcast can be minimised and audio will continue to play.

Asking Text Questions

Select the **MESSAGING** tab at the top of this page, then type your question in the box provided and press the send arrow.

Asking Audio Questions

If you would like to ask a question verbally, **pause the broadcast** and then click **HERE**. You will be connected to the audio questions line where you can listen to the meeting while waiting to ask your question. Please return to this page if you have any issues.

Voting

When voting opens, a **VOTING** tab will appear at the top of the screen. Selecting this tab will open a list of resolutions, select **For**, **Against** or **Abstain** to cast your vote.

There is no enter or send button. You may however cancel your vote and enter a new selection while voting is open.

Minutes

of last AGM

- Minutes of the 61st Annual General Meeting, held virtually on 01 November 2020, were approved by the Board at a subsequent meeting.
- Copies are available by request from the Company Secretary.



Profit

Before Tax

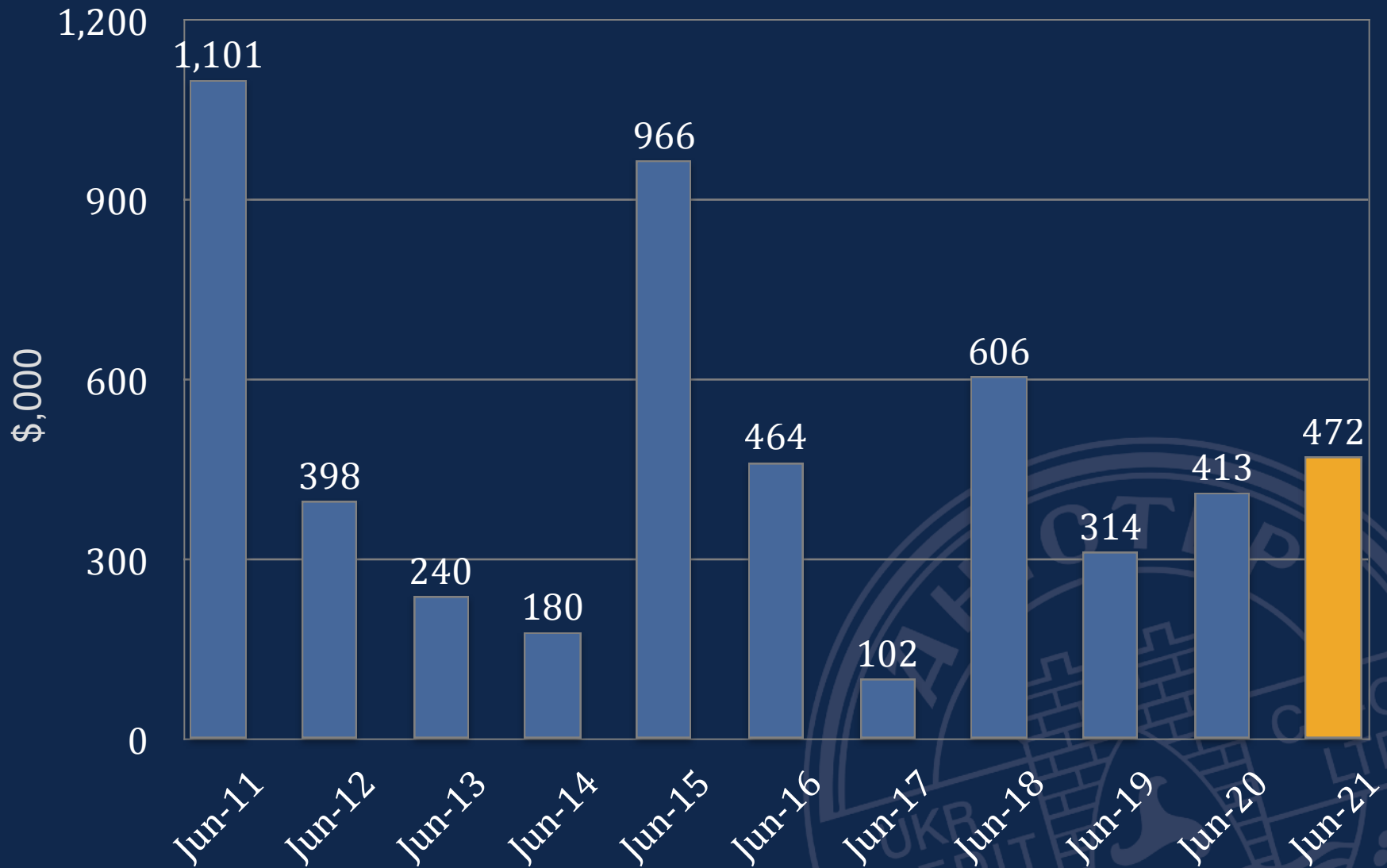
KEY POINTS TO NOTE FOR THE JUNE 2021 RESULT

- ▶ Dnister achieved a profit before tax of \$472 K
 - ▶ This included the following end-of-year adjustments:
 - ▶ write-off of previously accrued project costs -\$173K
 - ▶ increase in the provision for staff leave and other one-off salary and wage expenses -\$79K
 - ▶ increase in the credit loss provision of -\$83K bringing the total provision for credit loss at June 30, 2021 to -\$262K
 - ▶ revaluation of Dnister's properties with an increase of \$427K
- ▶ As of 30 June 2021, Dnister manages:

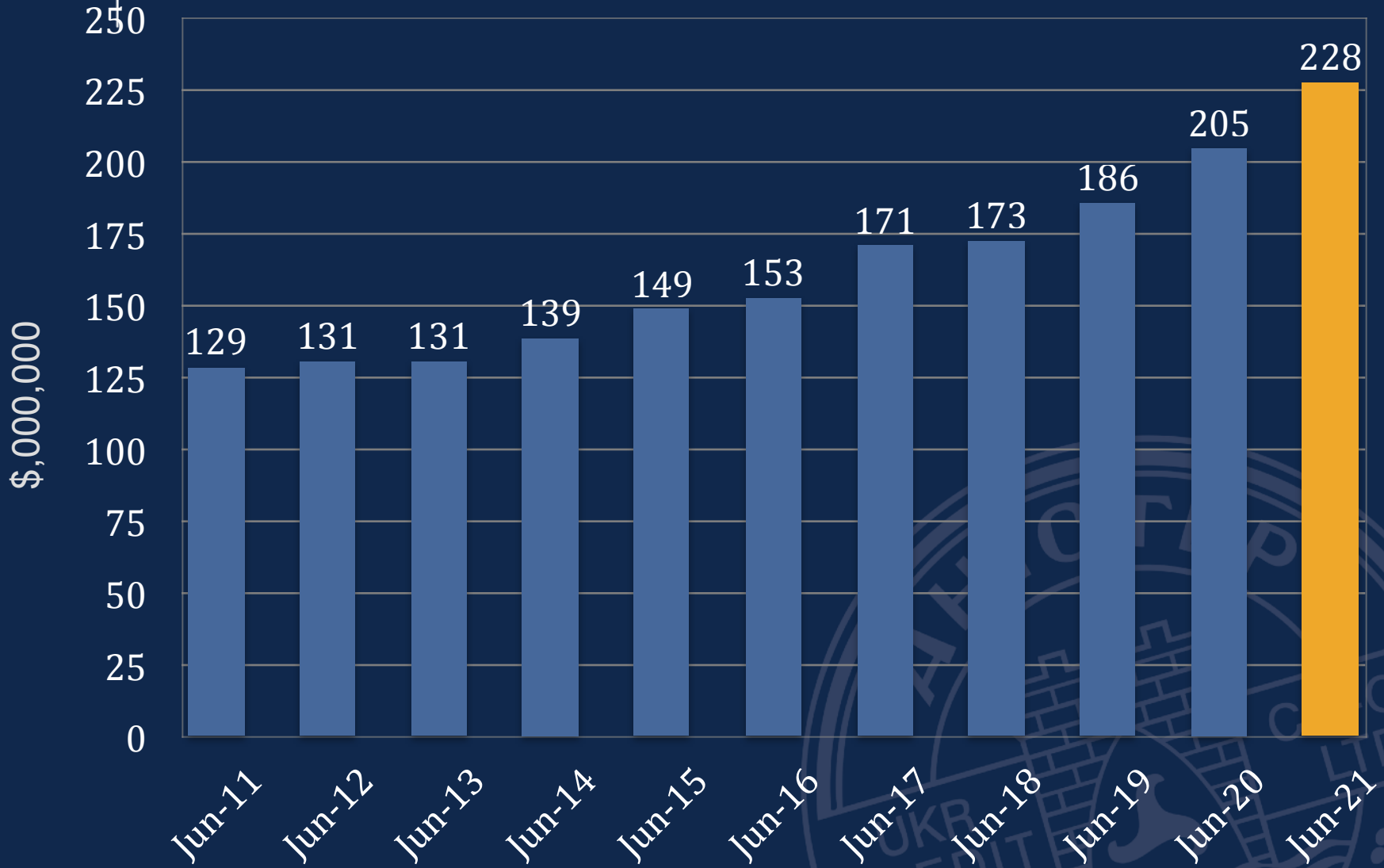
▶ Assets:	\$228.4 M	+\$23.2 M	(+11.3%)
▶ Members deposits:	\$195.9 M	+\$18.3 M	(+10.3%)
▶ Loans to members:	\$166.5 M	+\$15.8 M	(+10.5%)
▶ Members Equity:	\$25.5 M	+\$0.9 M	(+3.7%)

Profit

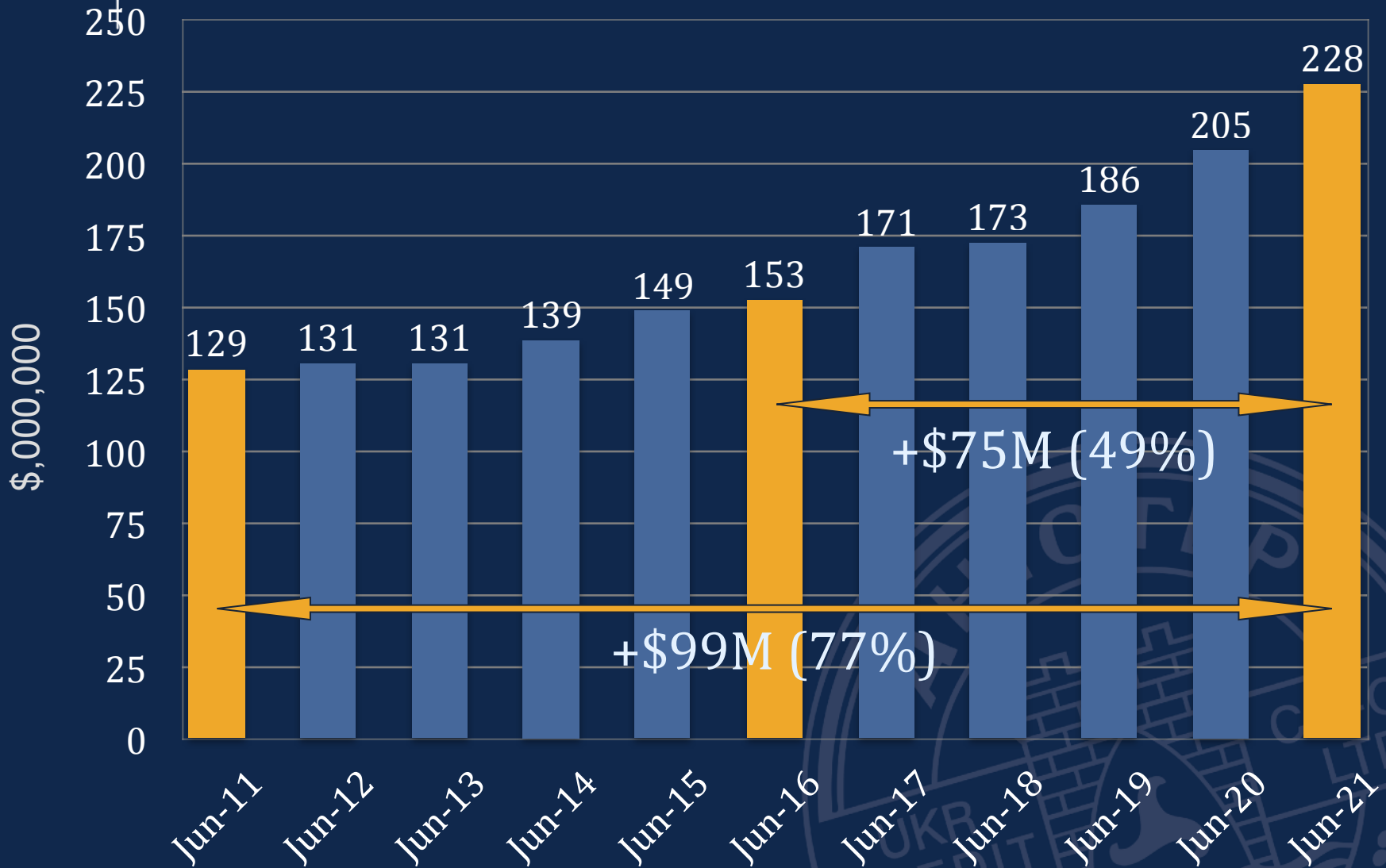
Before Tax



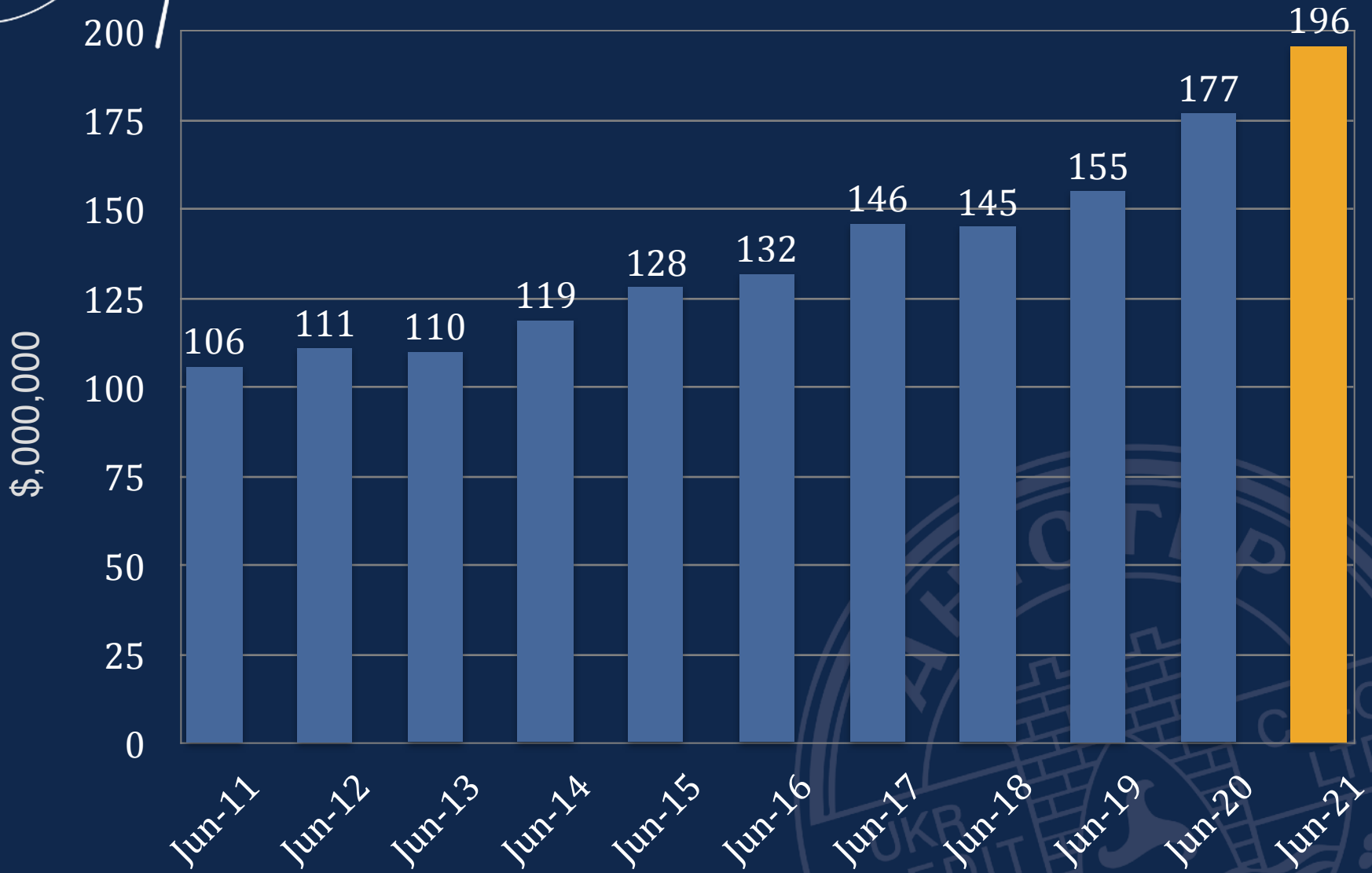
Assets



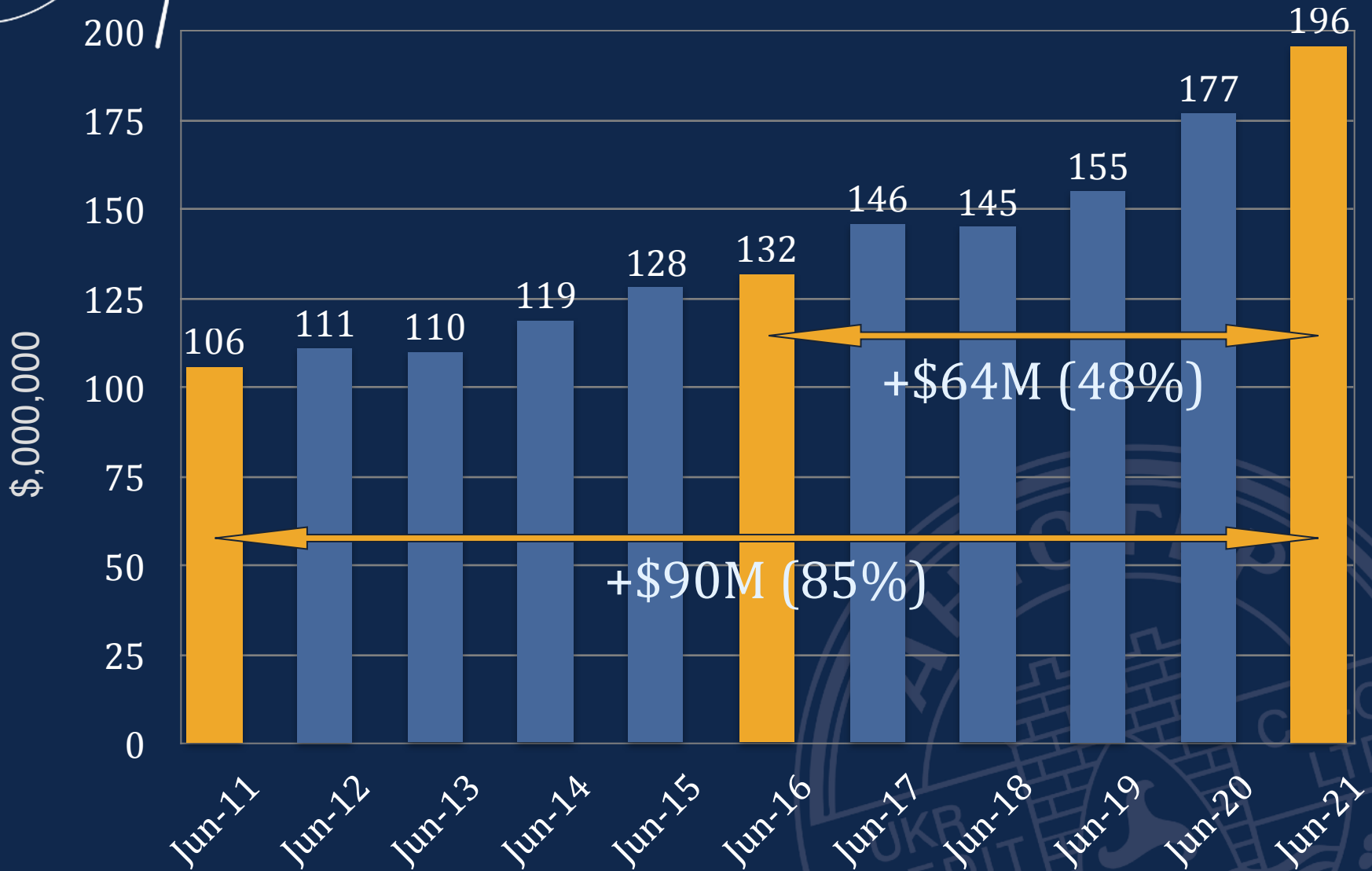
Assets



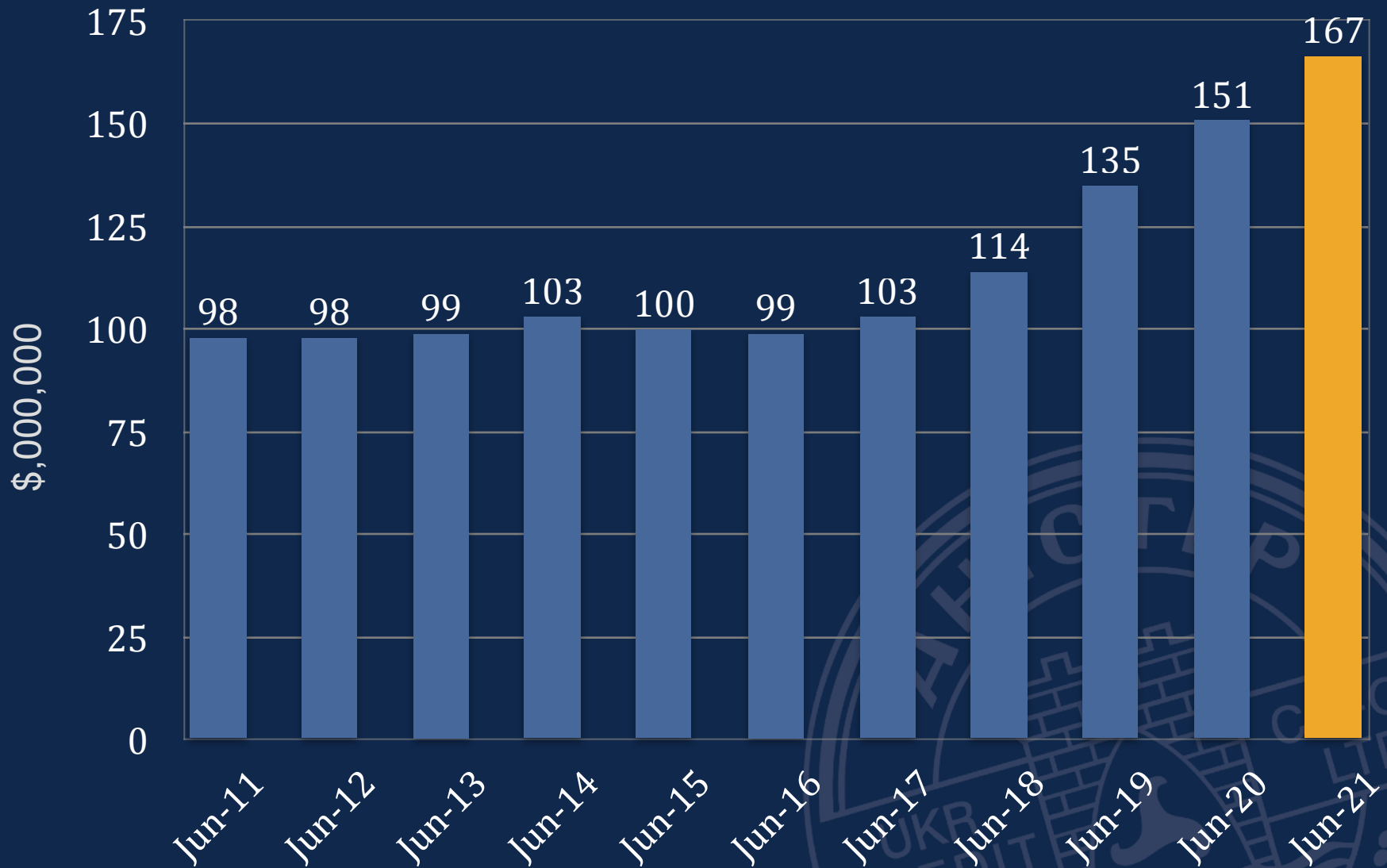
Deposits



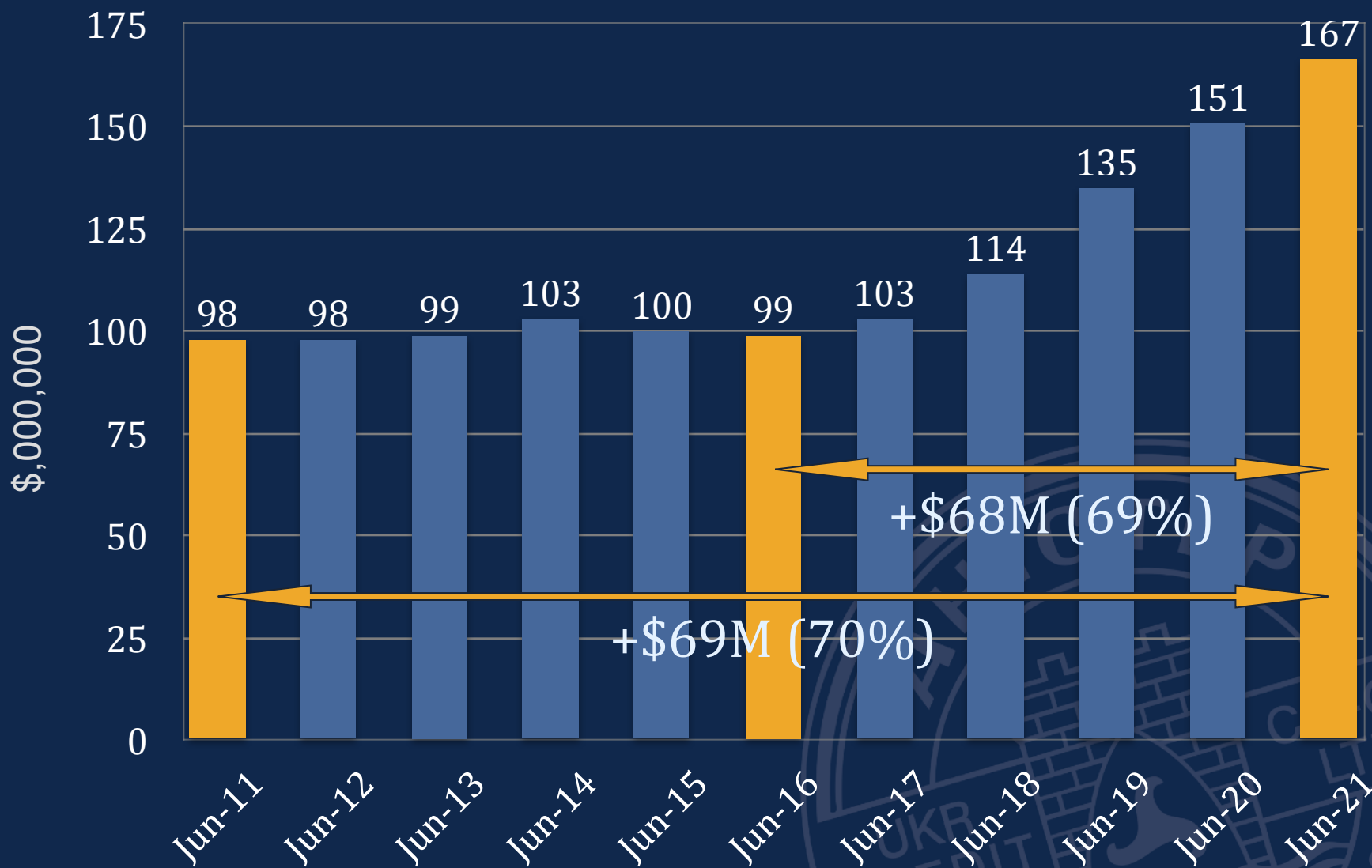
Deposits



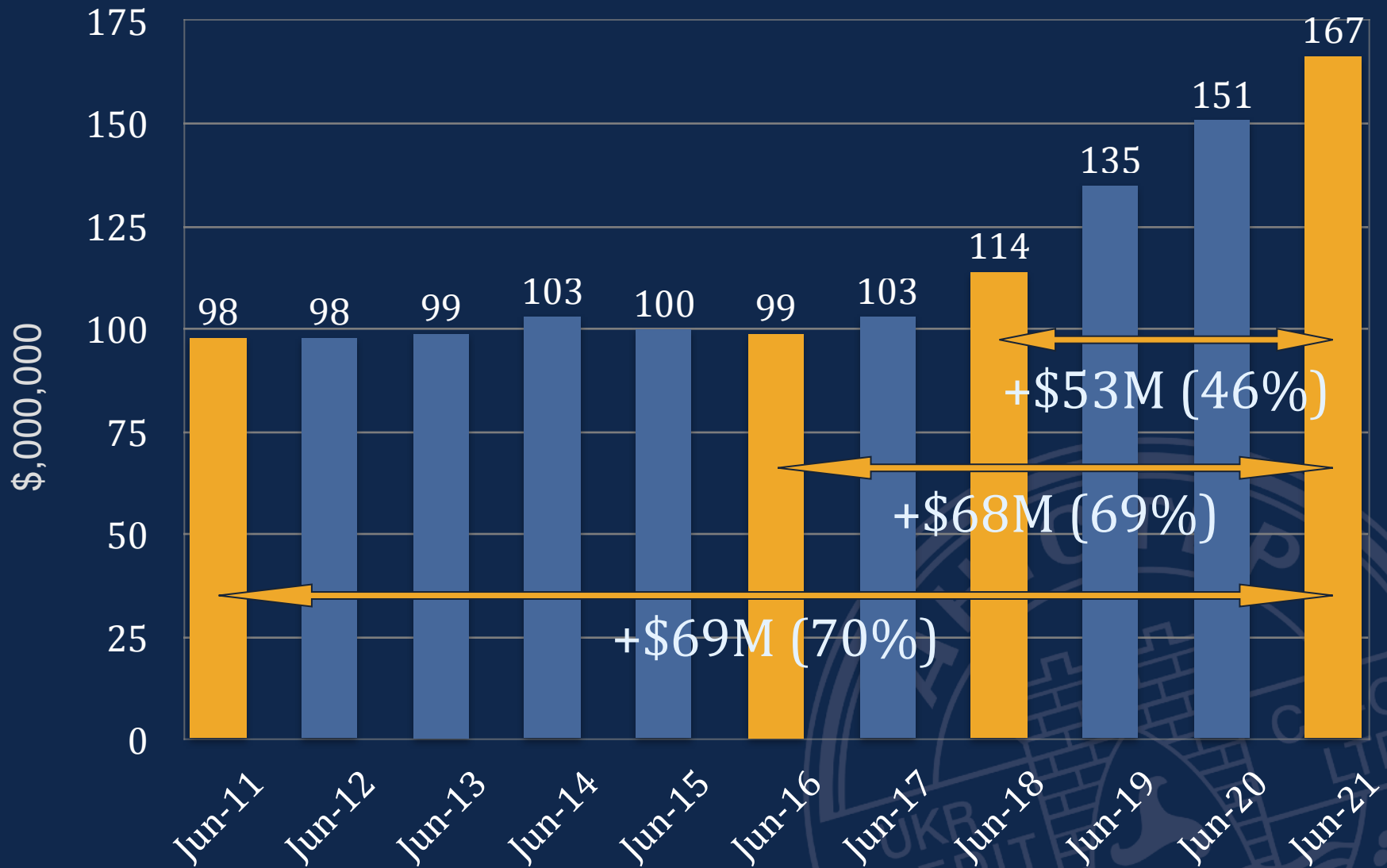
Loans



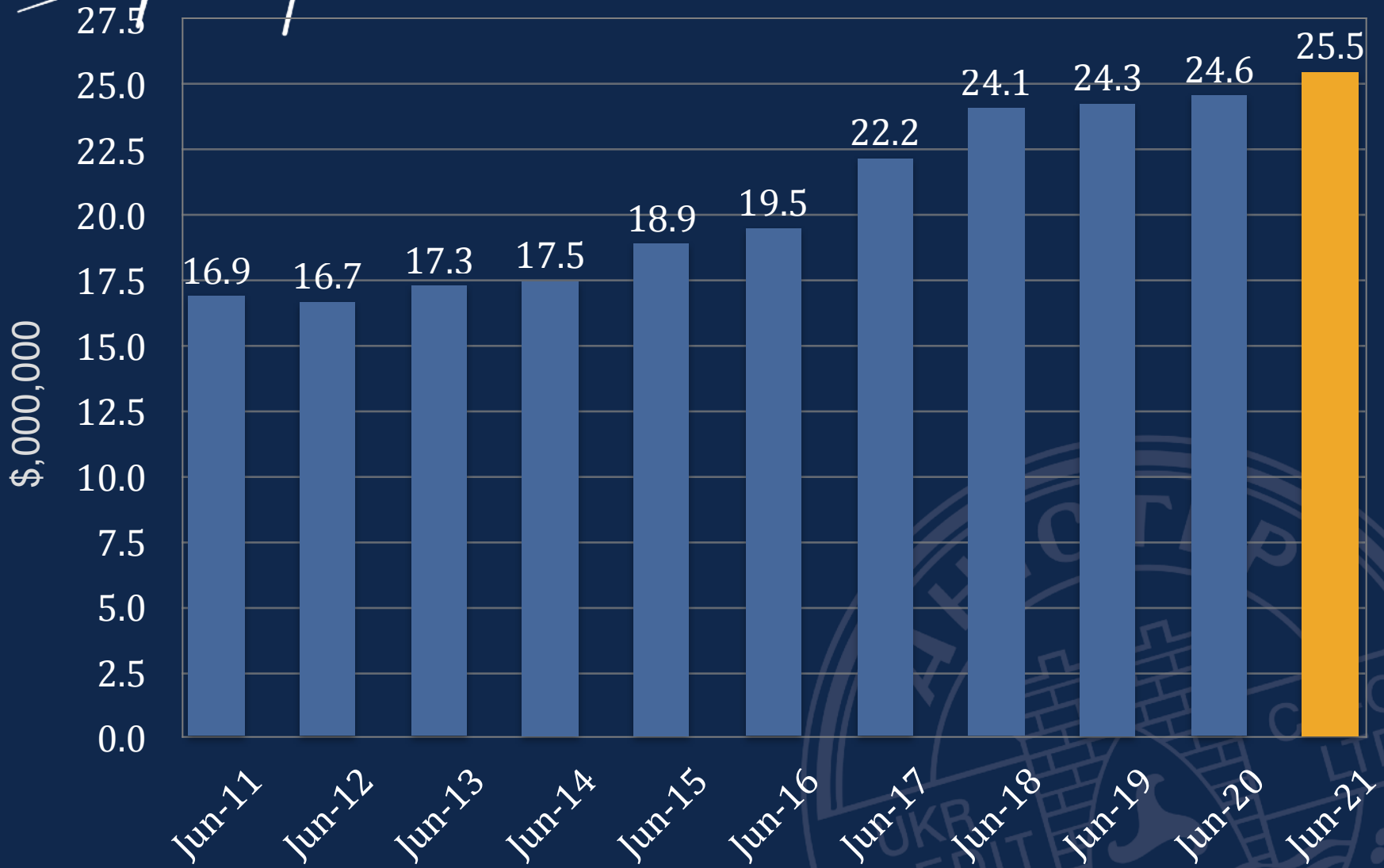
Loans



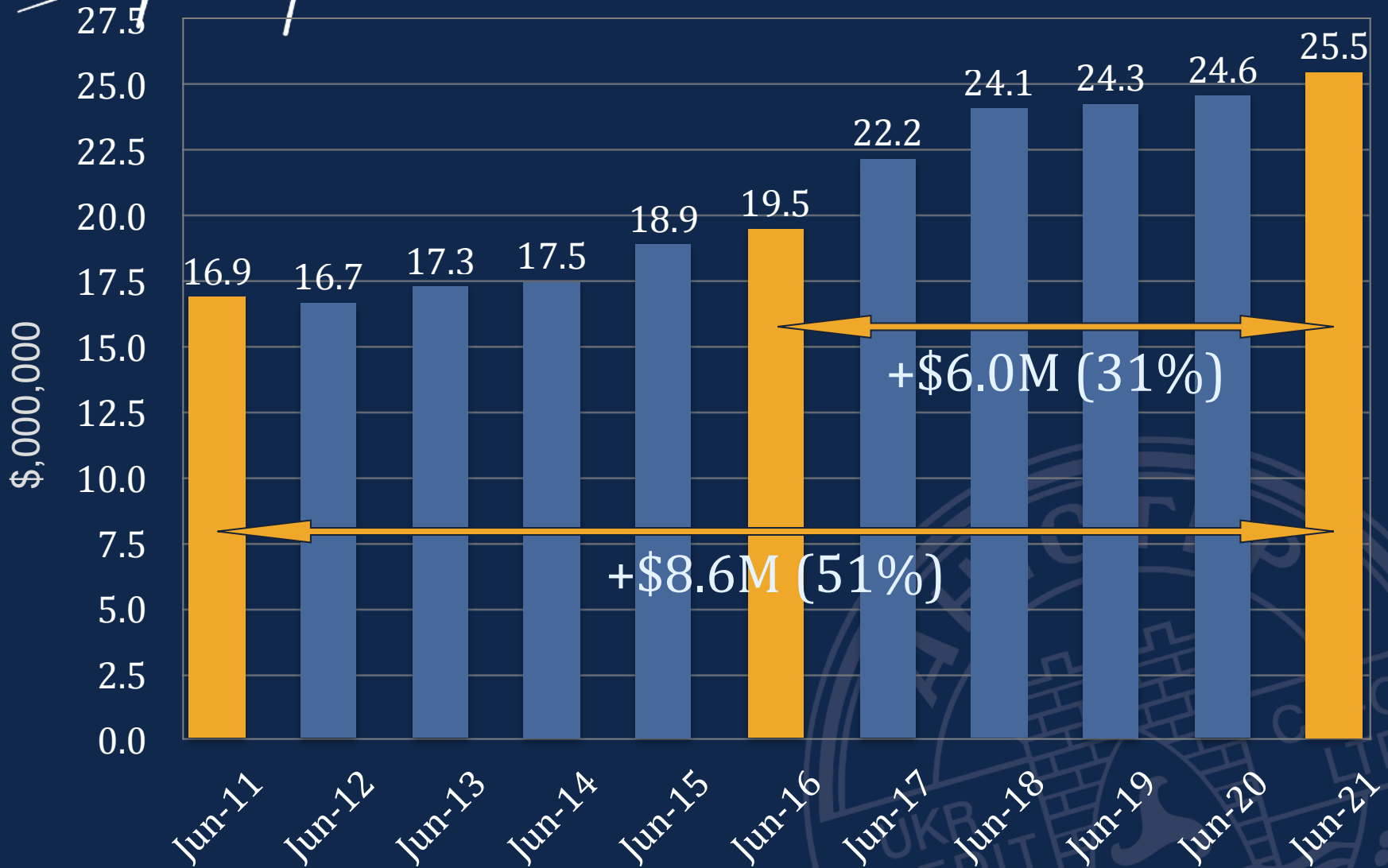
Loans



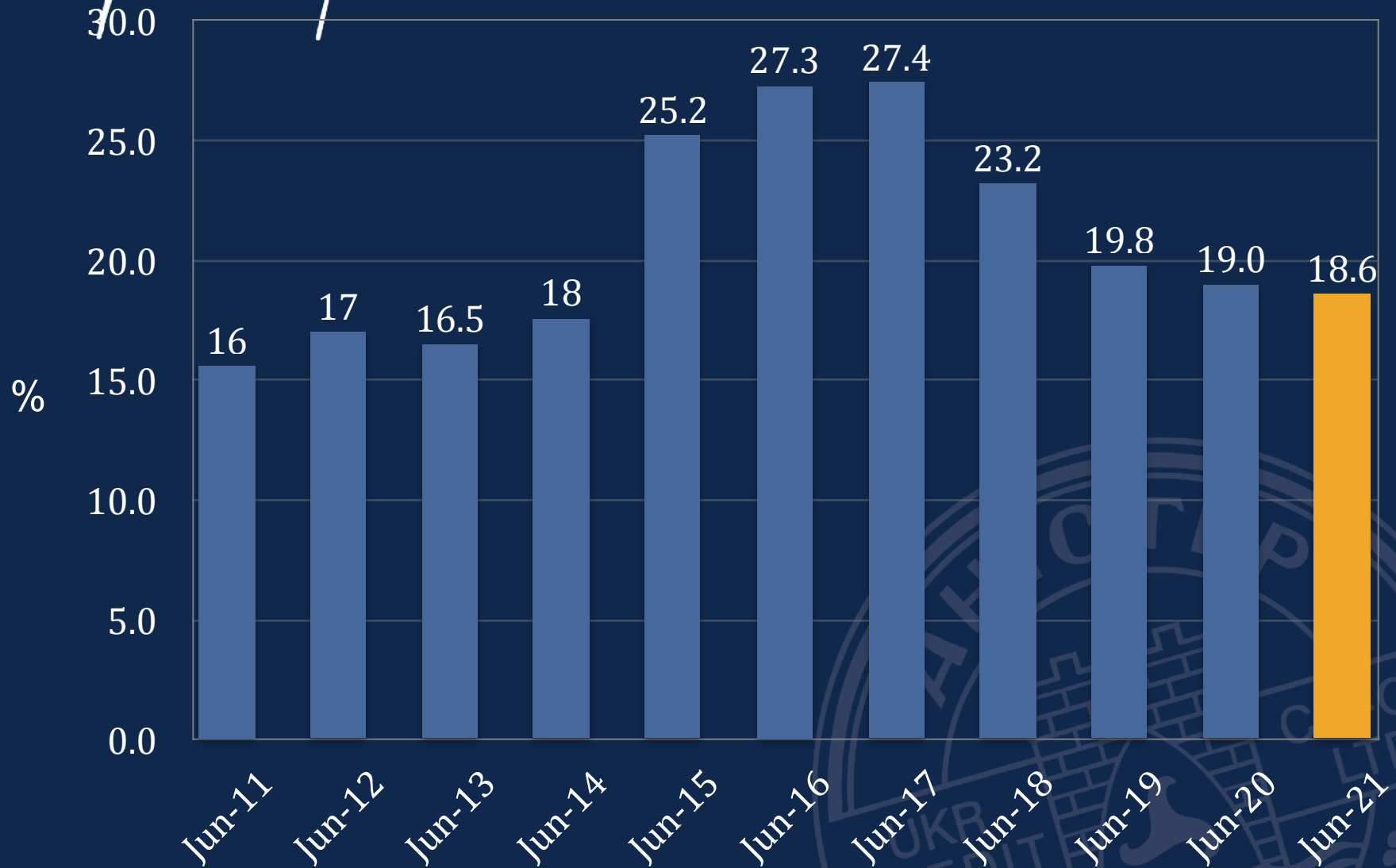
Equity



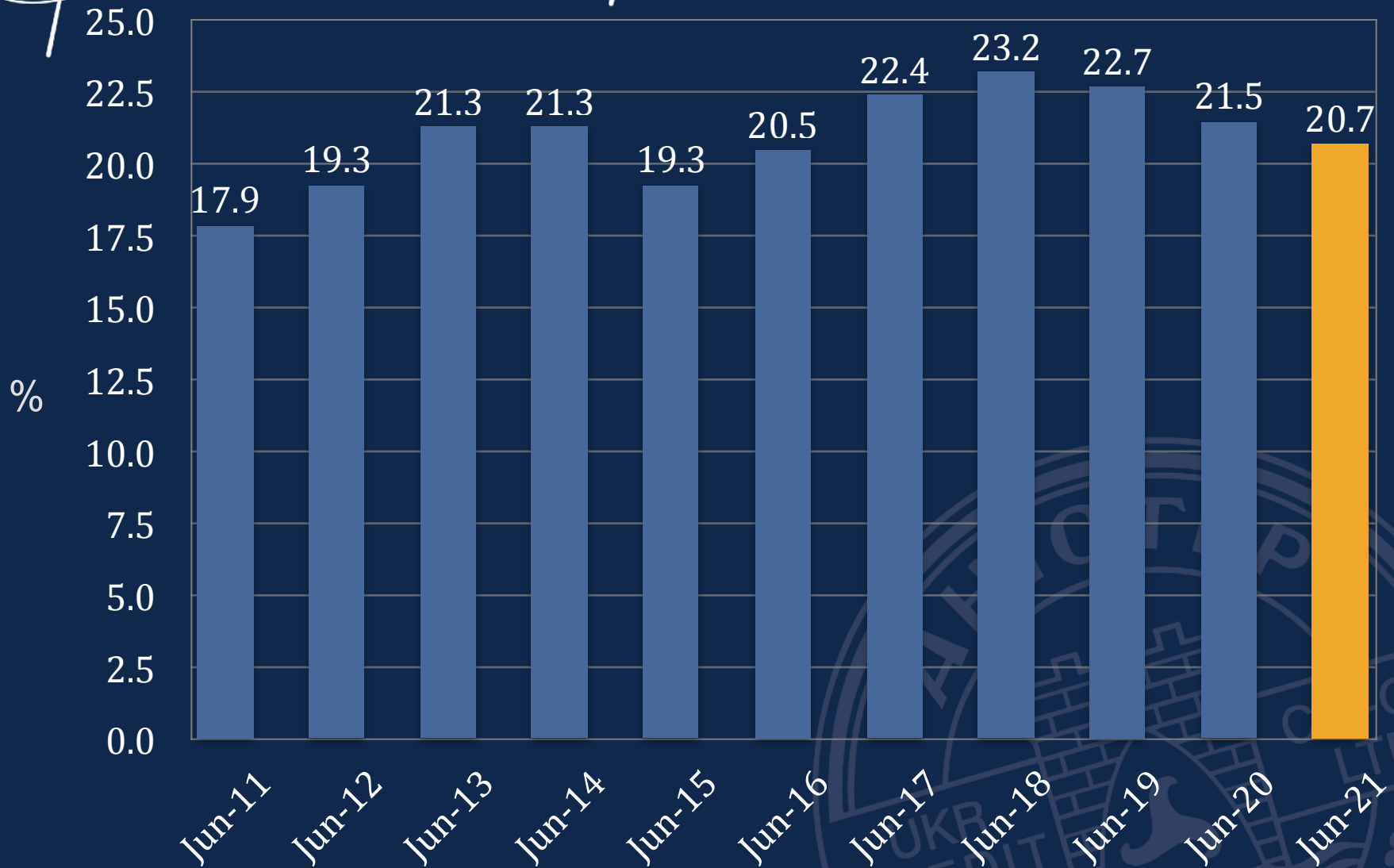
Equity



Liquidity



Capital Adequacy



Regulation and Compliance

KEY POINTS TO NOTE

- Dnister continues to satisfy all its regulatory and compliance obligations and requirements
- Whilst the support programs put in place by governments and regulators have formally ended, the scope of regulatory oversight and the frequency of reporting is still greater than before the pandemic.
- Considerable staff time and effort was spent supporting members who received deferrals of their loan repayments under the loan hardship scheme put in place by the regulators.

Regulation and Compliance

KEY POINTS TO NOTE

- Dnister is a Member-owned Authorised Deposit-taking Institution (ADI)
- Federal Government deposit guarantee applies to Dnister members to the same extent and under the same conditions as for all other ADIs (\$250K per member)
- The Board's primary responsibility is to protect the interests of Members
- Legislation and regulation of ADIs by Australian Prudential Regulation Authority (APRA) is designed to minimise loan losses so as to protect the deposits used to fund those loans, not to protect the borrower.

Our Mission

Our Mission lives

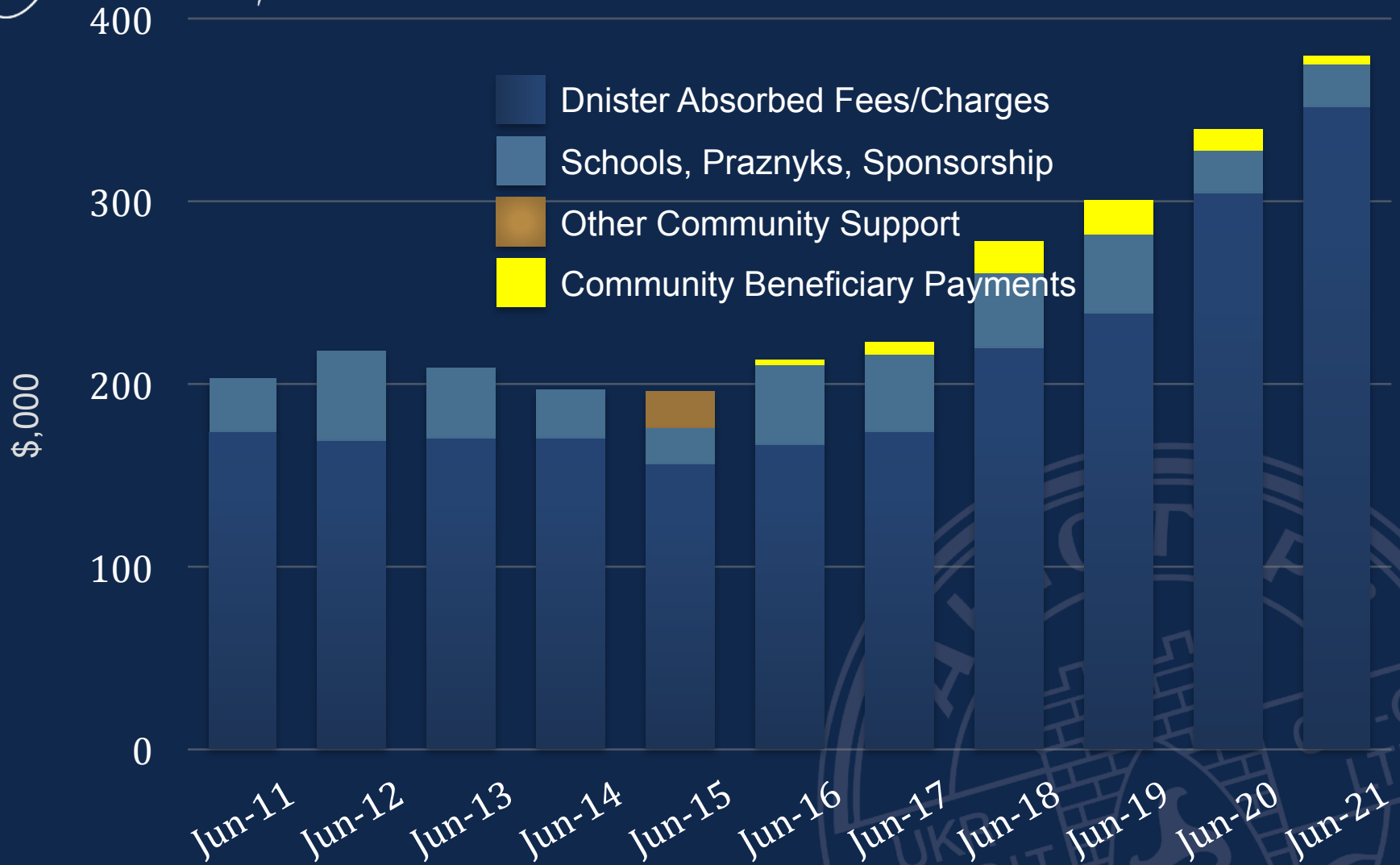
KEY POINTS TO NOTE

- Continued strong financial support of \$380K, plus indirect support, for Members and their communities:
 - Member loyalty fee rebate program \$352K
 - Schools and playgroups program \$20K
 - Sponsorship of community events \$3K
 - Beneficiary contributions by Dnister to Community Groups nominated by members with My Community Saver Accounts \$5K
- **Community Support** \$380K
- **Profit before Tax** \$472K
- **Total** \$852K



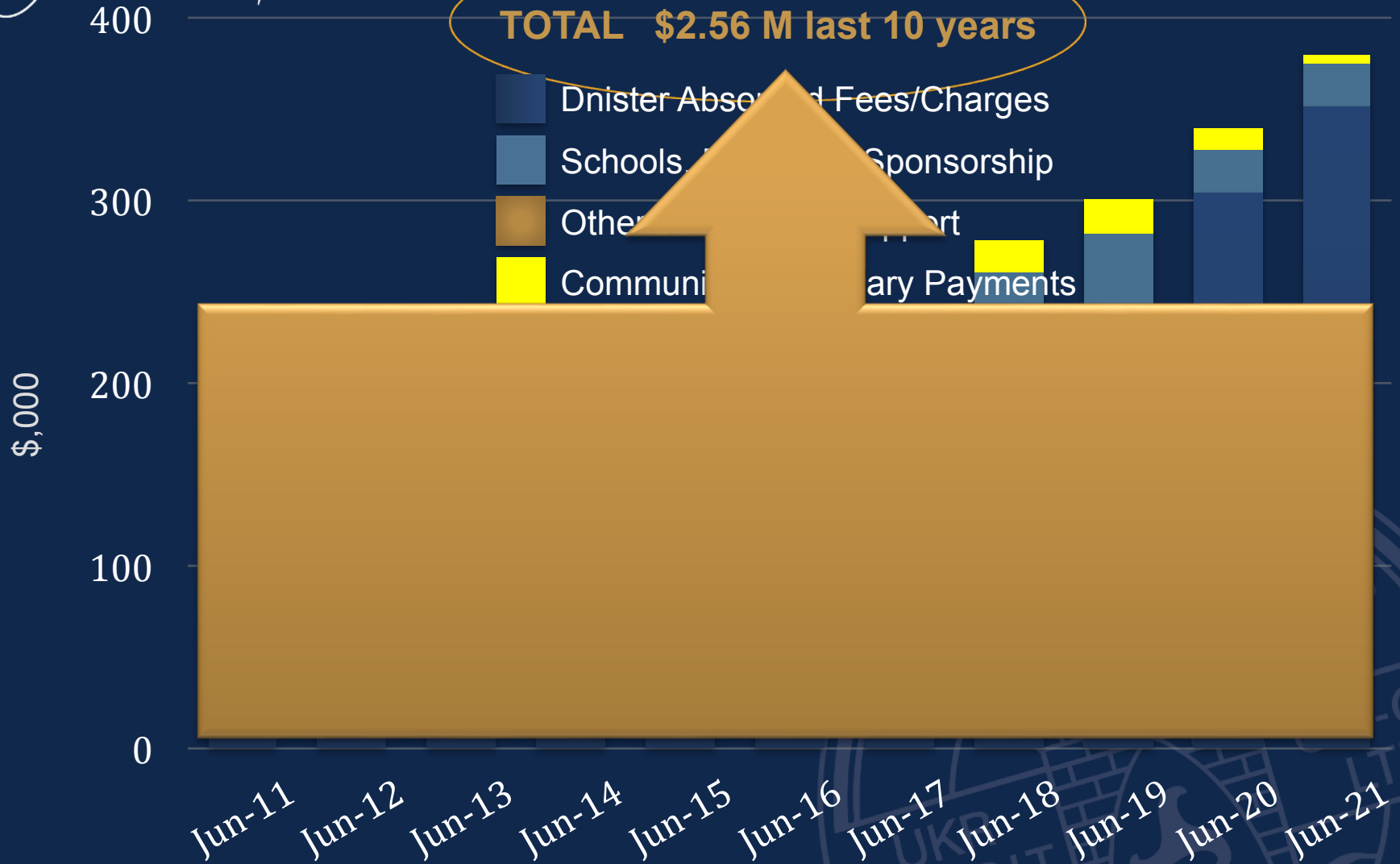
Our Mission

Our Mission lives



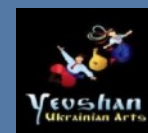
Our Mission

Our Mission lives

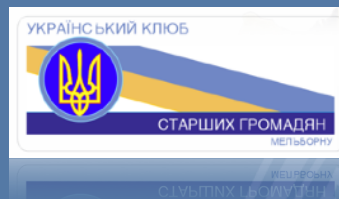


Our Mission

Our Mission lives



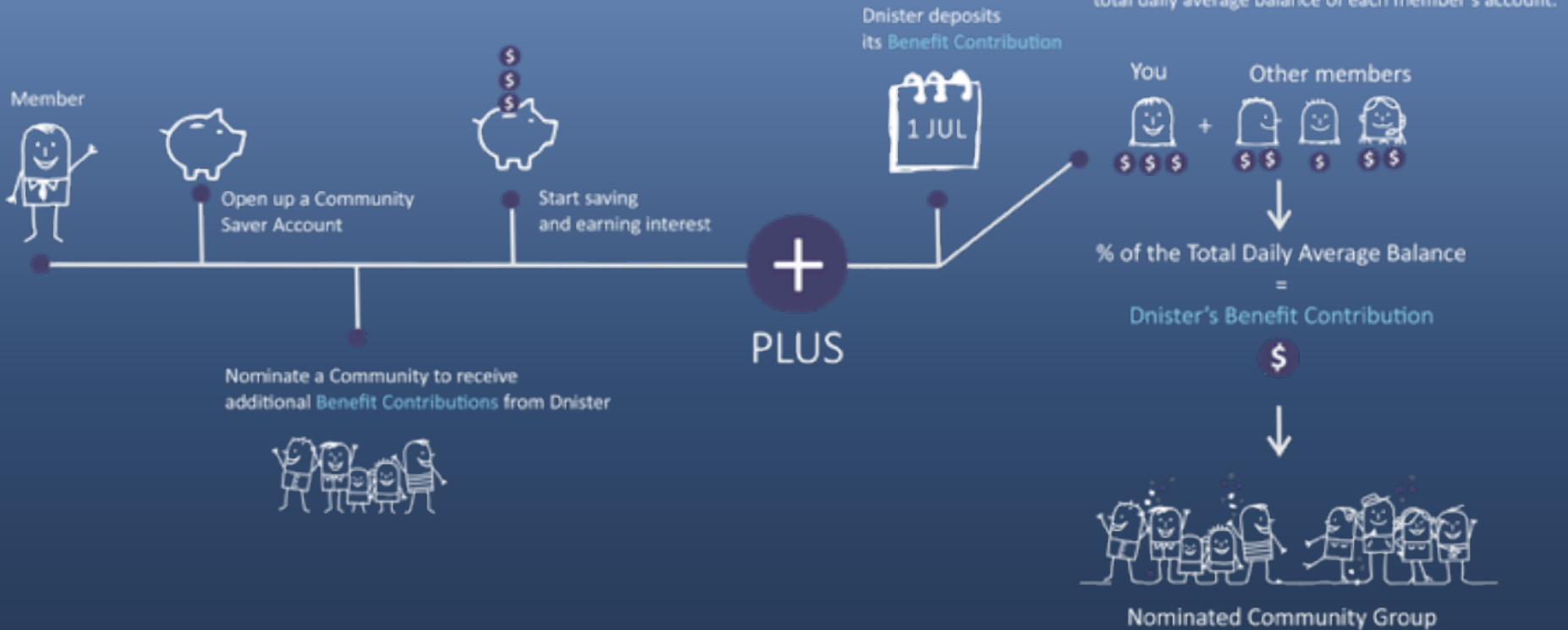
Orthodox Australia, New Zealand and Oceania



Our Mission

Our Mission lives

My Community Saver Account

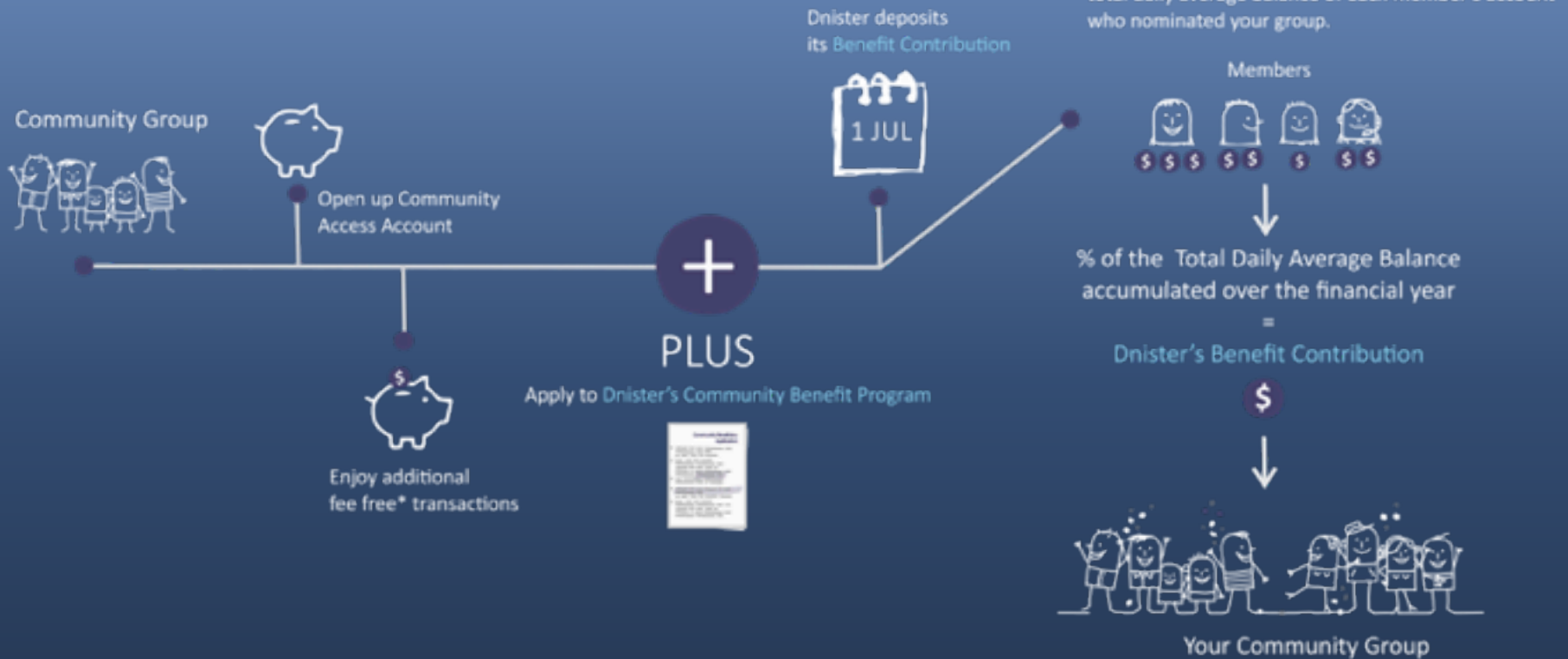


Dnister's Community Benefit Program

Our Mission

Our Mission lives

Community Access Account



Dnister's Community Benefit Program

Our Mission

Our Mission lives

COMMUNITY ACCESS ACCOUNT & COMMUNITY SAVER ACCOUNT

- We recognise and thank our members who have a myCommunity Saver account and have supported our community by nominating a Community Group for Dnister to support
- We recognise and thank those Community Groups who support Dnister by operating Community Access Accounts and encouraging their members to bank with Dnister for OUR mutual benefit - a true win-win-win scenario!

Strength in Unity!

Outlook

KEY POINTS TO NOTE

- Whilst there is a degree of optimism as lockdowns end, the reality is that the last 21 months has been unprecedented. The short term, medium term and long term economic impacts on individuals, small businesses, large businesses, states, countries and the global economy are not yet known.
- Recent signs are that interest rates will not remain at their current record low levels for too much longer. Many of today's borrowers have no experience of interest rates rising - the last time the RBA increased the cash rate was on 03 Nov 2010 (from 4.50% to 4.75%). This is likely to slow the rate at which our Loan book grows.
- Dnister factors in a buffer when assessing loan applications to take account of the impact of future increases when assessing borrowers ability to repay loans. The buffer used when assessing loan serviceability was increased last month from +2.5% to +3.0%. So a borrower looking at our Simple Home Loan Product with a rate of 2.39% would have their ability to repay calculated using the rate of 5.39%.
- On the flip side, Deposit rates will offer depositors a better return as interest rates rise.

Outlook

KEY POINTS TO NOTE

- The financial services industry has changed drastically in the last ten years and the pace of that change is only increasing.
- To enable Dnister to maintain itself as a strong and viable provider of services to its members the Board a detailed Organisational Review was conducted through 2019.
- Covid-19 has made it harder to consider and implement recommendations of that review but the report is being used to:
 - develop a strategy for improving the range of products and services offered to members
 - inform decisions on the best models for delivering those services.

Outlook

Digital Banking

Sliding Campaigns
updates, great specials
and things you should know

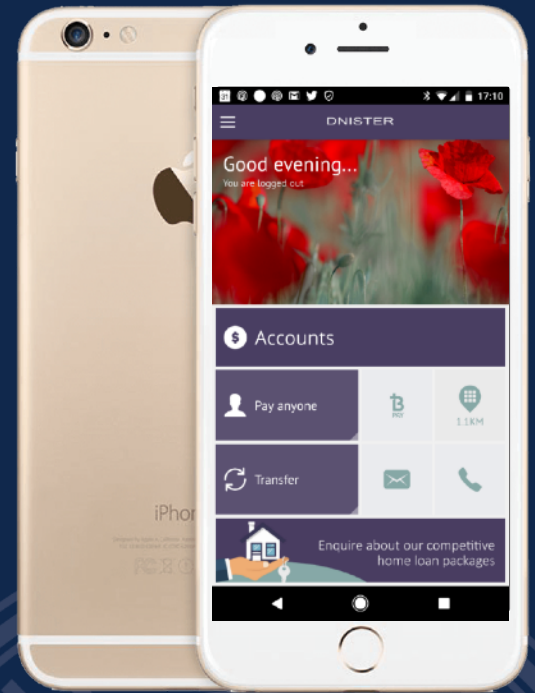
Simple menu
Simple access to products,
services and news items

Internet and Mobile Banking
Easy Login to access your funds.
If you are on a mobile device this will
automatically connect you to mobile banking

Responsive
Access on any
device with ease

Click on the +
Quick access to key contact
& general information

Sliding Campaigns
Scroll down for more information
on Dnister's products and services.



Outlook

Our Co-operative

OUR PRODUCTS AND SERVICES

Home Loans | Personal Loans | Business Loans | Business Solutions
Everyday Banking | Savings & Investments | Foreign Exchange | MYOB
Banklink / Xero link | Eftpos & ATM Services | Financial Planning | BPay |
OSKO | PayID



Outlook

Our Co-operative

Dnister is financially strong, prudentially sound and committed to its members.

Strength in Unity!



Attendees – TEXT Question PROCESS

When the question function is available, the messaging tab will appear at the top of the screen



To submit a question, type your question in the “Ask a question” box and press the send arrow



Your question will be sent immediately for review

✓ Received

123-456-789

HOME

MESSAGING

VOTING

Messaging

Ask a question



Moderator

Type your question in the box above and then press the send arrow. Please include the number of the resolution at the beginning of your question. Questions may be moderated or amalgamated if there are multiple questions on the same topic

Attendees – Audio Question PROCESS

When the audio questions line is available, a link will appear on the home tab titled **Asking Audio Questions**

If you would like to ask an audio question, **pause the meeting broadcast** and click on the link

You will be prompted to enter your name and the topic of your question before being placed in the audio questions queue

123-456-789

HOME

MESSAGING

VOTING

Instructions

Watching the Webcast

Press **play** to begin the broadcast. Ensure your device isn't muted and the volume is turned up. On mobile devices, the broadcast can be minimised and audio will continue to play.

Asking Text Questions

Select the **MESSAGING** tab at the top of this page, then type your question in the box provided and press the send arrow.

Asking Audio Questions

If you would like to ask a question verbally, **pause the broadcast** and then click **HERE**. You will be connected to the audio questions line where you can listen to the meeting while waiting to ask your question. Please return to this page if you have any issues.

Voting

When voting opens, a **VOTING** tab will appear at the top of the screen. Selecting this tab will open a list of resolutions, select **For**, **Against** or **Abstain** to cast your vote.

There is no enter or send button. You may however cancel your vote and enter a new selection while voting is open.

Questions & Answers on Reports



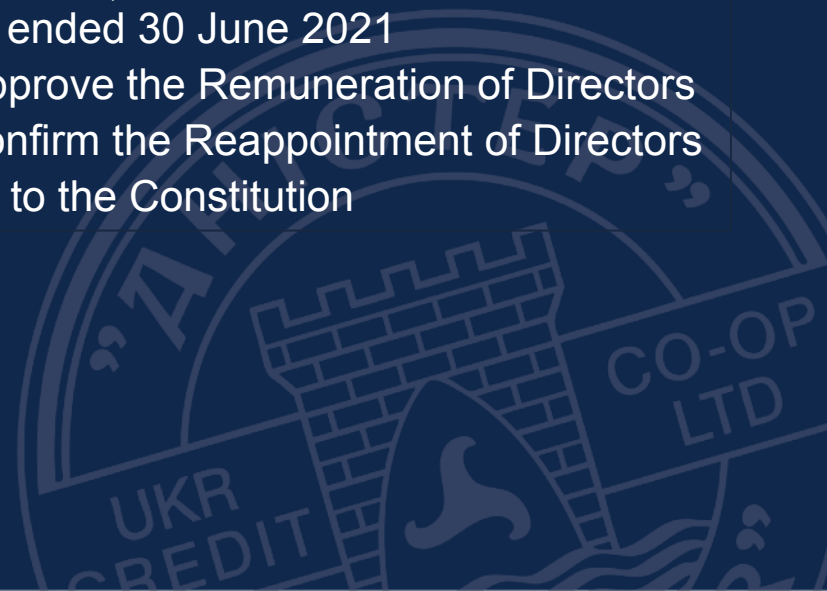
Agenda

ITEM 1 - Opening

- a. Australian National Anthem
- b. Minutes silence in memory of deceased members
- c. Chairman's Welcome, Introductions and Acknowledgement of Honorary Members and Community Representatives
- d. Salutations
- e. Chairman's Report

ITEM 2 – Formal Business

- a. To receive the reports of the Board of Directors, the Financial Statements and the Auditor's Report for the financial year ended 30 June 2021
- b. Ordinary Resolution – To consider and approve the Remuneration of Directors
- c. Ordinary Resolutions – To declare and confirm the Reappointment of Directors
- d. Special Resolution - To approve changes to the Constitution



Item 2

Formal Business

Agenda Item 2(a)

To receive the reports of the Board of Directors, the Financial Statements and the Auditor's Report for the financial period ended 30 June 2021.



Item 2

Formal Business

Agenda Item 2(b)

Resolution 1:

To consider, and if thought fit, approve the Remuneration of Directors, as an ordinary resolution:

“That the total Director Remuneration pool is to increase to \$68,000 per annum.”



Pre-votes and Proxies

Agenda Item 2(b)

Resolution 1:

To consider, and if thought fit, approve the Remuneration of Directors, as an ordinary resolution:

“That the total Director Remuneration pool is to increase to \$68,000 per annum.”

	For	Against	Abstain	Open	Total
Direct Votes	41	3	8	0	52
Proxies to Chair	8	0	1	18	27
Proxies to Others	0	0	0	1	1
Totals	49	3	9	19	80

Pre-votes and Proxies

Agenda Item 2(b)

Resolution 1:

To consider, and if thought fit, approve the Remuneration of Directors, as an ordinary resolution:

“That the total Director Remuneration pool is to increase to \$68,000 per annum.”

	For	Against	Abstain	Open	Total
Direct Votes	41	3	8	0	52
Proxies to Chair	8 + 18	0	1	18 - 18	27
Proxies to Others	0	0	0	1	1
Totals	49 + 18	3	9	19 - 18	80

Pre-votes and Proxies

Agenda Item 2(b)

Resolution 1:

To consider, and if thought fit, approve the Remuneration of Directors, as an ordinary resolution:

“That the total Director Remuneration pool is to increase to \$68,000 per annum.”

	For	Against	Abstain	Open	Total
Direct Votes	41	3	8	0	52
Proxies to Chair	26	0	1	0	27
Proxies to Others	0	0	0	1	1
Totals	67	3	9	1	80

Item 2

Agenda Item 2(c)

To receive the Declaration of the Returning Officer for the Election of Directors 2021.

As the number of candidates (2) is equal to the number of positions to be filled (2), the election process was discontinued and each candidate may be appointed by the passing of a separate ordinary resolution.

8 September 2021

By email
LiamT@dnister.com.au

Mr Liam Tiernan
Chief Executive Officer
Dnister Ukrainian Credit Co-Operative Ltd

Computershare Investor Services Pty Limited
ABN 48 078 279 277
Yarra Falls, 452 Johnston Street Abbotsford
Victoria 3067 Australia
GPO Box 2975 Melbourne
Victoria 3001 Australia
DX Box 30941
Telephone 61 3 9415 5000
Facsimile 61 3 9473 2500
www.computershare.com

Dear Mr Tiernan

Dnister Ukrainian Credit Co-Operative Ltd – 2021 Election of Directors

The call for nominations for the 2021 election of Directors closed at 12 noon on Wednesday, 8 September 2021. In accordance with Schedule 2-3(2) of the Dnister Ukrainian Credit Co-Operative Ltd Constitution ('the Constitution'):

2-3 Proceeding with Election

- (1) The number of positions to be filled in the election is the maximum number of Directors under **clause 40.2** less the number of Directors who are not due to retire at the AGM.
- (2) If the number of candidates is equal to or less than the number of positions to be filled:
 - (a) the general meeting may appoint each Member who becomes a candidate as a Director by passing a separate resolution at the AGM;
 - (b) the election process otherwise set out in this Schedule is discontinued; and
 - (c) the Company must give each Member a notice that:
 - (i) states that the election process has been discontinued;
 - (ii) sets out the name of each candidate; and
 - (iii) states that the general meeting will vote on the appointment of each candidate as a Director by a separate ordinary resolution at the AGM.

the number of candidates is equal to or less than the number of positions to be filled. Therefore, the following candidates can be put forward for appointment by separate ordinary resolution at the AGM:

- David Hassett
- Andrew Pavuk

If you require anything further, please do not hesitate to contact me on [REDACTED].

Yours sincerely,

Faith Sullivan

Faith Sullivan
Returning Officer

Item 2

Agenda Item 2(c)(ii)

Resolution 2:

To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Dr David Hassett, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”



Pre-votes and Proxies

Agenda Item 2(c)(ii)

Resolution 2:

To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Dr David Hassett, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	43	4	6	0	53
Proxies to Chair	9	0	1	17	27
Proxies to Others	0	0	0	1	1
Totals	52	4	7	18	81

Pre-votes and Proxies

Agenda Item 2(c)(ii)

Resolution 2:

To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Dr David Hassett, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	43	4	6	0	53
Proxies to Chair	9 + 17	0	1	17 - 17	27
Proxies to Others	0	0	0	1	1
Totals	52 + 17	4	7	18 - 17	81

Pre-votes and Proxies

Agenda Item 2(c)(ii)

Resolution 2:

To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Dr David Hassett, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	43	4	6	0	53
Proxies to Chair	26	0	1	0	27
Proxies to Others	0	0	0	1	1
Totals	69	4	7	1	81

Item 2

Agenda Item 2(c)(iii)

Resolution 3:

(i) To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Mr Andrew Pavuk, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”



Pre-votes and Proxies

Agenda Item 2(c)(iii)

Resolution 3:

(i) To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Mr Andrew Pavuk, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	46	3	5	0	54
Proxies to Chair	9	0	0	18	27
Proxies to Others	0	0	0	1	1
Totals	55	3	5	19	82

Pre-votes and Proxies

Agenda Item 2(c)(iii)

Resolution 3:

(i) To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Mr Andrew Pavuk, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	46	3	5	0	54
Proxies to Chair	9 + 18	0	0	18 - 18	27
Proxies to Others	0	0	0	1	1
Totals	55 + 18	3	5	19 - 18	82

Pre-votes and Proxies

Agenda Item 2(c)(iii)

Resolution 3:

(i) To consider, and if thought fit, approve the following resolution as an ordinary resolution:

“That Mr Andrew Pavuk, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

	For	Against	Abstain	Open	Total
Direct Votes	46	3	5	0	54
Proxies to Chair	27	0	0	0	27
Proxies to Others	0	0	0	1	1
Totals	73	3	5	1	82

Item 2

Formal Business

Agenda Item 2(d)

Resolution 4:

To consider, and if thought fit, approve the changes to the Constitution as set out in Schedule A and the Explanatory Statement by way of the following resolution as a special resolution:

“To approve the changes to the Constitution as set out in Schedule A.”



Item 2

Agenda Item 2(d)

- Items 1, 2, 3 and 5 relate to BEAR
- Item 4 relates to Director Remuneration
- Item 6 relates to updating reference to an Act of Parliament

SCHEDULE A CHANGES TO THE CONSTITUTION AND EXPLANATORY STATEMENT



Explanatory Statement Summary

The Banking Executive Accountability Regime (BEAR) legislation requires all Directors (and senior management) of organisations such as Dnister to satisfy the Australian Prudential Regulation Authority's (APRA's) requirements before they are appointed. BEAR grants the regulator a period of 14 days from receiving paperwork on prospective Directors in which to raise concerns or refuse to accept a nominee as an Accountable Person under BEAR. To accommodate the authority of APRA to review, and potentially reject, prospective Directors, the following changes have been proposed regarding the appointment of Directors and the associated timetable for the election of Directors.

Other changes have been proposed to update the Constitution to reflect recent updates to relevant Acts of Parliament referenced by the Constitution.

1. Election of Directors Process and Timetable.

a. To enable a greater period of time for the process attached to the Election of Directors:

- Schedule 2 at 2-1 (2) Election, the existing table has been replaced to provide further clarification of the processes and to provide particularly more time for the Nominations Committee to undertake the assessment of each nominee in the election.
- In Schedule 2 at 2-2 (1) Nominations, it is proposed to increase in the number of days for calling Nominations, increasing from "not less than 90 days before the AGM" to "not less than 111 days before the AGM", to allow for sufficient processing time and should there be an appeal by an unsuccessful Nominee to potentially be acceptable under the BEAR legislation and included in the ballot.
- In Schedule 2 at 2-2 (2) Nominations, it is proposed to increase the number of days for Nominations to close before the AGM, increasing from "not less than 60 days before the AGM" to "not less than 81 days before the AGM", to allow for sufficient processing time and should there be an appeal by an unsuccessful Nominee to potentially be acceptable under the BEAR legislation and included in the ballot.
- In Schedule 2 at 2-2 (8) Nominations, it is proposed to increase the number of days for the Candidate's statement to be received by the Returning Officer before the AGM, increasing from "not less than 60 days before the AGM" to "not less than 81 days before the AGM", to allow for sufficient processing time and should there be an appeal by an unsuccessful Nominee to potentially be acceptable under the BEAR legislation and included in the ballot.

2. Qualification of a Director - Clause 41.

a. To update the inclusion of the BEAR legislative requirements of eligibility by inserting a new sub-Clause (m).

3. Vacation of Office – Clause 46.

a. To update the inclusion of the BEAR legislative requirements of eligibility by inserting a new sub-Clause (n).

4. Remuneration of Directors – Clause 47.1

a. To update the remuneration of Directors method to conform with general business practice to add the Superannuation Guarantee Contribution to the remuneration approved by Members at the AGM.

5. Secretary – Clause 60.1.

a. To update the inclusion of the BEAR legislative requirements of eligibility by amending the last sentence.

6. Dispute Resolution – Clause 70.2.

a. To update the current version of the Commercial Arbitration Act.

Item 2

Agenda Item 2(d)

- All items on this page relate to BEAR

Changes to the Constitution and Resolution

The following changes to the Constitution are recommended to the 2021 Annual General Meeting for adoption by the following Special Resolution: **"To approve the changes to the Constitution as set out in this Schedule A."**

1. Election of Directors.

(a) In Schedule 2 at 2-1 Election, delete the table in sub-clause (2) and replace it with the following table:

Reference Constitution	Steps in Election Procedure	Time (Days) before AGM
Schedule 2 clause 2-2(1)	Call for nominations	Not less than 111
Schedule 2 clause 2-2(2)	Nominations close	Not less than 81
Schedule 2 clause 2-2(8)	Candidate's Statement receipt by Returning Officer	Not less than 81
Schedule 2 clause 2-2A	Nominations Committee to determine which candidates have demonstrated an ability to be a Director and report to the Returning Officer	As soon as practicable after close of nominations.
Schedule 2 clause 2-2B	Returning Officer's final acceptance of candidates	As soon as practicable after receipt of report from Nominations Committee.
Schedule 2 clause 2-7(1) Clause 23.1	Returning Officer must send ballot papers to Members and AGM notice	Not less than 30
Schedule 2 clause 2-8(1) and (2)	Ballots close for election of Directors	7
Schedule 2 clause 2-9(3)	Announcement of Directors	At AGM.

(b) In Schedule 2 at 2-2 Nominations, in sub-clause (1) delete the number "90" and replace with the number "111". This sub-clause will then read:

"The Directors must give Members a notice calling for nominations not less than 111 days before the AGM."

(c) In Schedule 2 at 2-2 Nominations, in sub-clause (2) delete the number "60" and replace with "not less than 81". This sub-clause will then read:

"Nominations close not less than 81 days before the AGM."

(d) In Schedule 2 at 2-2 Nominations, in sub-clause (8) delete the number "60" and replace with "not less than 81". This sub-clause will then read:

"A candidate's statement to be received by the returning officer not later than 81 days before the AGM. The returning officer may after consulting the Secretary:

- (a) Approve a candidate's statement; or**
- (b) Refuse to approve a candidate's statement; or**
- (c) Request a variation to a candidate's statement."**

Item 2

Agenda Item 2(d)

- Items 2(a), 3(a) and 5(a) relate to BEAR
- Item 4(a) relates to Director Remuneration
- Item 6(a) relates to updating reference to an Act of Parliament



2. Qualification of a Director.

- (a) In Clause 41, insert a new sub-Clause (m):
The sub-Clause will then read:

“(m) is not compliant with, or has been disqualified or rejected by the relevant authority (including APRA) in respect to, any applicable banking accountability legislation in place from time to time, or if the person has not complied with accountability provisions and obligations contained within the Fit & Proper and Banking Executive Accountability Regime Policy.”

3. Vacation of Office.

- (a) In Clause 46, insert a new sub-Clause (n):
The sub-Clause will then read:

“(n) fails to comply with banking accountability legislation in place from time to time, has been disqualified or has been rejected by the relevant authority (including APRA) in respect to banking accountability legislative provisions, or if the Director is found to be in breach of the accountability provisions contained within the Fit & Proper and Banking Executive Accountability Regime Policy.”

4. Remuneration of Directors.

- (a) Amend sub-clause 47.1 by adding at the end of the sentence, the words “plus legislated superannuation guarantee contribution.”
This sub-clause will then read:

“The Directors may be paid as remuneration for their services the aggregate sum from time to time determined by the Company in general meeting, plus legislated superannuation guarantee contribution.”

5. Secretary.

- (a) Amend sub-clause 60.1 by adding at the end of the second sentence, the words “and any applicable banking accountability legislation in place from time to time”.
This sub-clause will then read:

“There must be at least one Secretary of the Company appointed by the Directors for a term and at a remuneration and on conditions determined by them. The terms of appointment must be consistent with the Fit & Proper and Banking Executive Accountability Regime Policy and any applicable banking accountability legislation in place from time to time.”

6. Dispute Resolution.

- (a) Amend sub-clause 70.2 by deleting the number “1984” and replacing it with the number “2011”.
This sub-clause will then read:

“A dispute between the Company and a Member (In the capacity as a Member) if not settled by the Company’s Internal procedures, will be settled by arbitration in accordance with the Commercial Arbitration Act 2011 (Vic) as amended from time to time or by some other external dispute settling person or body acceptable to both parties. If the Commercial Arbitration Act 2011 (Vic) is repealed, the Directors may adopt (and amend from time to time) an alternative dispute resolution policy.”

Pre-votes and Proxies

Agenda Item 2(d)

Resolution 4:

To consider, and if thought fit, approve the changes to the Constitution as set out in Schedule A and the Explanatory Statement by way of the following resolution as a special resolution:

“To approve the changes to the Constitution as set out in Schedule A.”

	For	Against	Abstain	Open	Total
Direct Votes	39	4	9	0	52
Proxies to Chair	9	0	0	18	27
Proxies to Others	0	0	0	1	1
Totals	48	4	9	19	80

Pre-votes and Proxies

Agenda Item 2(d)

Resolution 4:

To consider, and if thought fit, approve the changes to the Constitution as set out in Schedule A and the Explanatory Statement by way of the following resolution as a special resolution:

“To approve the changes to the Constitution as set out in Schedule A.”

	For	Against	Abstain	Open	Total
Direct Votes	39	4	9	0	52
Proxies to Chair	9 + 18	0	0	18 - 18	27
Proxies to Others	0	0	0	1	1
Totals	48 + 18	4	9	19 - 18	80

Pre-votes and Proxies

Agenda Item 2(d)

Resolution 4:

To consider, and if thought fit, approve the changes to the Constitution as set out in Schedule A and the Explanatory Statement by way of the following resolution as a special resolution:

“To approve the changes to the Constitution as set out in Schedule A.”

	For	Against	Abstain	Open	Total
Direct Votes	39	4	9	0	52
Proxies to Chair	27	0	0	0	27
Proxies to Others	0	0	0	1	1
Totals	66	4	9	1	80

Voting

When open, the vote will be accessible by selecting the voting tab at the top of the screen



To vote simply select the direction in which you would like to cast your vote. The selected option will change colour

For Against Abstain

There is no submit or send button, your selection is automatically recorded. You can change your mind or cancel your vote any time before the poll is closed

123-456-789

HOME

MESSAGING

VOTING

Poll Open

You have voted on 0 of 2 items

Resolution 1

Select a choice.

For

Against

Abstain

CANCEL

Question 2

Select a choice.

Yes

No

Unsure

Voting

Ordinary Resolutions:

Resolution 1:

“That the total Director Remuneration pool is to increase to \$68,000 per annum.”

Resolution 2:

“That Dr David Hassett, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

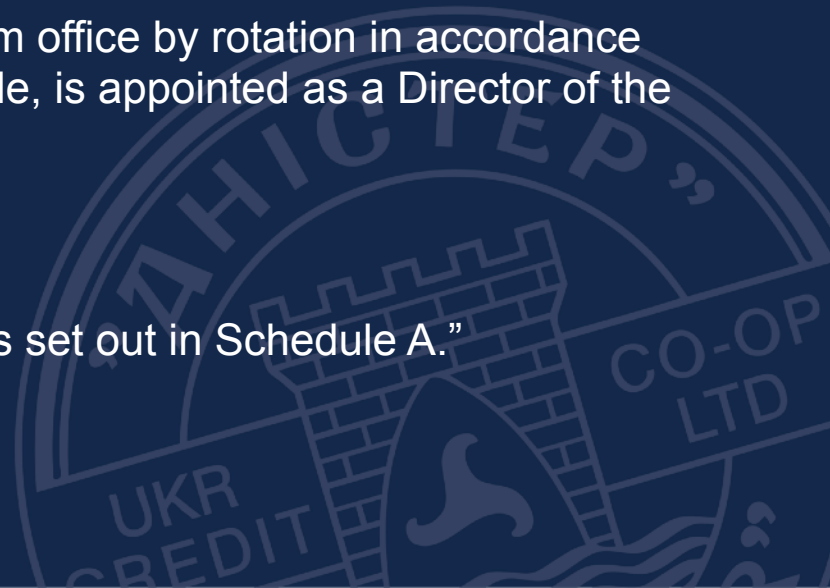
Resolution 3:

“That Mr Andrew Pavuk, a Director retiring from office by rotation in accordance with clause 44 of the Constitution, being eligible, is appointed as a Director of the Co-operative.”

Special Resolution:

Resolution 4:

“To approve the changes to the Constitution as set out in Schedule A.”



Voting

Results of Resolutions

- The appointed Returning Officer will reconcile votes cast and proxies assigned before the meeting with attendance at this virtual AGM together with votes just recorded during this meeting.
- The results for these resolutions will be published on the Dnister website by noon tomorrow.



You can help Dnister grow and prosper
by making the Co-operative your main financial services
provider for all of your financial needs – loans, deposits and
transaction accounts.



Thankyou

THANK YOU TO ALL OUR MEMBERS

THANK YOU TO ALL OUR STAFF - PAST AND PRESENT





Dievs, svētī Latviju!

God, Bless Latvia!

National Anthem of Latvia



Ще не вмерли України
ні Слава ні Воля

National Anthem of Ukraine

Annual General Meeting

Dnister Ukrainian Credit Co-operative

2021

